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RULES

OF THE

DUDLEY

CO-OPERATIVE SOCIETY

LIMITED.

OFFICE:

SALOP STREET, DUDLEY,

IN THE COUNTY OF WORCESTER.

MANCHESTER:

CO-OPERATIVE PRINTING SOCIETY LIMITED, 17, BALLOON STREET.

1885.

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REG. No. 1,507.

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# RULES.

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## Name.

1.—That this society shall be called “THE DUDLEY CO-OPERATIVE SOCIETY LIMITED.”

## Objects.

2.—The objects of the society are to carry on the trades of general dealers in food, clothes, firing, or other necessities; makers of any articles of dress or furniture, and of the buying and selling of land, and shall have power to purchase, hold, sell, mortgage, rent, lease, or sub-lease land of any tenure, and to erect, pull down, repair, alter, or otherwise deal with any building thereon.

## Registered Office.

3.—The office of the society shall be at Salop Street, Dudley, in the county of Worcester, or at such other place as the committee shall from time to time appoint.

## Admission of Members.

4.—The society shall consist of individuals who will act in conformity with these rules. Every person offering himself for membership must be proposed by a member to the committee of management; shall pay an entrance fee of one shilling, and purchase a copy of these rules; and the committee shall be empowered to deal with the entrance fee as they think best.

## List of Members.

5.—A list of members' names and residences shall be kept at the chief place of business, and the secretary shall cause to be erased therefrom the names of all persons who, under these rules, cease to be members. Such list shall be open to the inspection of the members, and no person shall be deemed a member unless his name appears therein.

## **Capital—How Paid up.**

6.—The capital of the society shall be raised in shares of one pound each, which shall not be transferable; each member must hold not more than one hundred shares, and not less than one share, and members shall have the privilege of making up their shares either by dividend or contributions; but no dividend is to be withdrawn until the member has one fully paid share in the society. Each member must pay not less than threepence per week until he has paid up his share, and in default shall be fined threepence per quarter, unless the default is shown to have arisen from sickness, or the want of employment, or other reason satisfactory to the committee of management, in which case a written statement of the cause of default shall be sent to the secretary, at the time at which such payments ought to be made, otherwise the fines shall be enforced.

## **Recovery of Subscriptions.**

7.—If any member shall make default for three calendar months, in payment of any subscriptions, fines, or other moneys due from him to the society, the same shall be recoverable from him or his representatives, by legal process, as a debt due to the society.

## **Power to Borrow Money.**

8.—The committee of management may obtain for the purposes of the society by way of loan, from any person, on the security of a bond signed by three of the committee, and countersigned by the secretary, such sum of money as any special general meeting of the members may sanction, not exceeding two-thirds the amount of the subscribed capital of the society, at such rate of interest not exceeding £6 per cent per annum, and subject to such conditions as to repayment as may be agreed on.

## **Repayment of Loans and Reduction of Shares.**

9.—That should the committee of management have more cash than they can profitably invest, they shall have power,



in the first place, to repay all loans contracted under the 8th Rule, and next to reduce the number of shares held by members, the highest number being first reduced.

Members may allow such surplus cash to remain in the society, after the time of notice has expired, but shall not receive interest thereon.

## Withdrawal.

### *Withdrawal of Share Capital.*

10.—A member may withdraw any sum after the following scale of notice :—

£1 to £2	...	2 weeks.		£5 to £10	...	6 weeks.
£2 „ £5	...	4 „		£10 „ £30	...	8 „
		£30 to £50	...			10 weeks.

And one additional week's notice for every additional £10 withdrawn ; unless the state of the claims upon the society at the time of such withdrawal renders the repayment of such sum dangerous to the interests of the creditors of the society, in which case such payment shall be deferred until the same can be made without detriment to such interests, and the decision of any question as to whether such payment can be made with safety shall be determined by the committee of management upon an inspection of the accounts.

### *Withdrawal of Membership.*

A member who has paid up all his subscriptions may withdraw from the society on giving one month's notice in writing to the secretary of his intention ; and any member may withdraw without paying up all his subscriptions with the consent of the committee of management. Any member having participated in the profits of the society shall, in case of withdrawal, forfeit such sum, not exceeding two shillings, as the committee of management may determine ; such forfeits to be applied to the reduction of buildings and fixed stock.

The society shall have a lien on the shares of any member for any debt due to it by him, and may set off any sum credited to the members thereon, on or towards the payment of such debt.

## Nomination and Deceased Member's Shares.

11.—The secretary shall keep a book, in which a member may nominate in writing the person to whom his shares and interest, not exceeding £50, shall be paid on his decease. Any member may revoke such nomination by a written notice to that effect, signed by himself, and it shall be the duty of the secretary to see such nomination erased. The member to pay threepence for each nomination or revocation, which shall be applied to the reduction of the fixed stock account. But if any member dies intestate, and without having exercised the power of nomination, leaving a widow or widower, the committee of management shall repay to him or her the amount standing to the credit of such member.

And if he or she so dies, not leaving a widow or widower, but leaving a child under twenty-one, the said committee shall pay such moneys to such child or children, and if more than one, equally.

And if any member so dies intestate, without leaving any widow or widower, or child under twenty-one, the committee shall pay over such moneys to his legal representative, or the shares of the deceased member may be transferred thereto. A registration fee of one shilling, charged upon any transfer of shares, to be applied to the reduction of fixed stock account.

## Reduction of Buildings and Fixed Stock.

12.—Fixed stock shall be reduced at the rate of 10 per cent per annum, and land and buildings at the rate of  $2\frac{1}{2}$  per cent per annum, both to be taken quarterly from the nominal value of such fixed stock and land and buildings.

## Interest on Shares.

13.—Each member shall receive out of the surplus receipts of the society, after providing for the expenses thereof in each quarter, interest not exceeding 5 per cent per annum upon each of the completed shares standing to his credit in the books of the society for the whole of the past quarter.



## Division of Profits.

14.—The nett profits of all business carried on by the society, after paying or providing for the expenses of management, interest on loans and paid-up shares, and the reduction of fixed stock and land and buildings, shall each quarter be applied in the first place to the repayment of loans, or any instalment hereof; to the increase of business or capital of the society; to a division among—or return to—the members in proportion to the amount of their purchases from the society during the past quarter.

## Officers of the Society.

15.—At the first general meeting of the society after these rules are registered, the following officers shall be elected, viz. :—Nine members as committee of management, a president, treasurer, secretary, and two auditors. Three of the committee to retire in rotation, but be eligible for re-election. The president, secretary, and treasurer shall continue in office until the general annual meeting, unless previously removed by a special general meeting called for that purpose. That no person be eligible for a committee-man until he has been in the society three months; and that no person shall be eligible for a president until he has served six months on the committee; and no employé of the society shall be eligible to serve on the committee. The president to be nominated one month previous to the annual meeting, which will be held in October in each year.

## Management of Business.

16.—The committee of management shall have the control of all business carried on by or on account of the society, the persons to be employed therein, and the rates of payment to be made, the appointment of the salesmen, or other servants for conducting the same, and may assign to any such servants such duties and salaries as they think fit.

All members of the society shall, in respect of any work or service which they may perform for or on behalf of the society, be paid after such rate of payment as the committee may determine.

## Mode of Conducting Business.

17.—All moneys received on account of contributions, donations, fines, or otherwise, shall be paid to an account to be opened with some bank, selected by the committee, in the name of the society; unless the finances of the society are too small, in which case they shall remain under the care of the treasurer; and all such moneys shall be applied towards carrying out the objects of the society according to the rules thereof. And so much of the funds as are not wanted for immediate use, or to meet the usual accruing liabilities under the provisions aforesaid, shall, with the consent of the quarterly or special general meeting of the members, be invested by the committee of management.

The business of the society shall, as far as it is possible, be conducted with ready money.

## Investment of Surplus Capital.

18.—The committee of management, by the authority of a quarterly meeting, shall invest any part of the funds not required by this society in the Post-office Savings Bank, or in any other local bank, until a special general meeting of the members called for such purpose shall decide how such surplus funds shall be invested.

## Duties of Committee of Management.

19.—The committee of management shall meet once a week, and any five of the committee shall form a quorum; it shall in all things act for and in the society's name, and all acts and orders under the powers delegated to it shall have the like force and effect as if they were the acts and orders of a majority of the members. Every question at such meeting shall be decided by a majority of votes, and if the votes are equal, the chairman shall have the casting vote. Any two of the committee may call a special meeting thereof by giving one clear day's notice in writing to the secretary, but at such special meeting no other business than that specified in the notice shall be taken into consideration. The

committee shall convene all meetings, and shall cause the accounts of all business carried on on behalf of the society to be regularly entered in proper books, and shall cause a statement of the accounts, with all the necessary vouchers up to the end of the months of March, June, September, and December in each year, to be made out and laid before the persons appointed to audit the same, not less than two days before the day appointed for the quarterly meeting of the society.

### **Duties of President.**

20.—The president shall act as chairman at all meetings of this society, and should he not be present at any of the society's meetings, the members present shall elect one from amongst themselves to act as chairman on that occasion. The president, or chairman acting in his absence, shall sign the minutes of the proceedings of such meetings, and shall have the casting vote, besides his own vote as a member.

### **Duties of Secretary.**

21.—The secretary shall give his attendance at all meetings of the society and committee of management; he shall record correctly the said committee there present and the minutes of their proceedings, which he shall transcribe into a book, to be authenticated by the signature of the chairman as the proceedings of the meeting; he shall receive proposals for admission, and keep the accounts, documents, and papers of the society in such a manner as the said committee may appoint: he shall prepare the annual returns required to be sent to the Registrar of Friendly Societies; he shall receive the contributions, fines, and other payments due to the society, and at the close of the meeting pay the same to the treasurer. The secretary shall, on all occasions in the execution of his office, act under the superintendence, control, and directions of the said committee.

The secretary shall give one whole day for the society's purpose per quarter, if required, for stock taking or any other purpose for which the secretary may be required.



### **Duties of Treasurer.**

22.—The treasurer shall be responsible for such sums of money as may from time to time be paid into his hands by the secretary, or by any other person on account of this society; he shall balance his cash account weekly, and supply the secretary with a duplicate thereof, and shall, if required, attend all meetings of the society, and give such security as the committee may require.

### **Duties of Auditors.**

23.—There shall be two auditors of the society, the senior auditor to retire quarterly, and shall not be eligible for re-election under six months. They shall audit the accounts and see that they are correctly kept, and shall lay before such quarterly meeting a balance sheet of the receipts and expenditure, and also of the assets and liabilities of the society, signed by them, with a statement of the society's affairs since the last quarterly meeting, and of its then condition. They shall have power to call for and examine all papers and documents belonging to the society. No person shall be eligible to serve as auditor if he hold any office or place of profit under the society.

### **Quarterly Meetings.**

24.—The quarterly meeting of the members shall be held on the last Monday in the months of January, April, July, and October, at half-past seven o'clock in the evening; at which meeting the officers shall make their reports, and such other business be transacted as may be requisite.

### **Nomination and Manner of Voting.**

25.—That no committee-man, president, secretary, or treasurer, while in office, nor any employé of the society, shall be allowed to nominate or second any member to serve on the committee of management, nor shall any employé of the society be allowed to vote in the election of the committee of management, or auditors.

That all questions introduced for discussion at any meeting

of the society shall be decided by a majority of votes, such votes to be given by a show of hands, unless five members present demand a ballot. Each member shall have one vote only, and no proxies shall be admissible. The door to be closed during the voting.

### **Complaints and Suggestions.**

26.—If any member has any complaint to make relative to the qualities or prices charged for goods supplied by the society, or respecting the conduct of any of the servants or officers of the society, such complaints shall be sent to the committee, in writing, signed by the member or members complaining, or by some other member on his or their behalf, and shall be investigated and decided upon by the committee, such decision to be entered in the minute book; and if satisfaction be not given by their decision the same shall be referred to a quarterly meeting of the members. Any member may likewise send to the committee in writing any suggestion for the better carrying into effect the objects of the society, which shall be considered by the committee.

### **Special General Meetings.**

27.—The committee may, of their own authority, call a special general meeting of the members at any time, and such meeting may also be called upon the requisition, in writing, of any ten members, sent to the secretary, stating therein the purpose of such meeting; and three days' notice in writing shall be sent to the address of each member, specifying the time, place, and objects of such meeting; and at such meeting no other business must be transacted than the business specified in the notice convening it.

### **Place of, and Number Constituting a Meeting.**

28.—All general and quarterly meetings of the members shall be held at the chief place of business, or at such other place as the committee of management may appoint; and no meeting of the society shall proceed to business unless at least fifteen members, including the committee, be present



within one hour of the time of meeting ; and if it be the ordinary quarterly meeting of the society, or a special general meeting convened by the committee of management, shall stand adjourned to that day week, but if it be convened by notice from the members shall be absolutely dissolved. And no meeting shall be rendered incapable of transacting business by the want of a quorum after the chair has been taken.

### **Expulsions.**

29.—If the majority of the members present at any special or general meeting are dissatisfied with the conduct or behaviour of any member, they shall have the power of expelling such member from the society, who shall be entitled to receive the same amount in respect of his interest in the funds of the society as if he had withdrawn. The offending member shall have six days' notice in writing from the secretary, informing him of such meeting, and of the charge brought against him. Expelled members shall not be allowed to join the society until the expiration of a year from the date of such expulsion.

### **Payment of Dividend Money.**

30.—If at any time the state of the funds of the society and the claims thereon are such as would render the payment of the profits upon the members' purchases not dangerous to the interest of the society, such dividend moneys may be withdrawn within seven days after the quarterly meetings, and if not drawn within that time such moneys will be carried to the member's share account, and will be subject to the same notice of withdrawal.

### **New Rules and Alteration of Rules.**

31.—That no new rule shall be made, nor any of the rules herein contained, or hereafter to be made, shall be repealed or altered, except by a vote of a majority of two-thirds of the members present at a general meeting of the society specially called for that purpose.

## Notice of Removal of Registered Office.

32.—In case of the alteration in the place of the registered office of the society, notice shall be sent to the Registrar of Friendly Societies forthwith, signed by the secretary or other principal officer of the society, and also by three or more members of the society.

## Investment of Capital.

33.—The committee of management may, if they shall think fit, invest in any company, established under the Companies Act, with limited liability, or under the Industrial and Provident Societies Acts, 1867, any part of the capital funds of the society, at such rate of interest and upon such terms of repayment or otherwise as may be agreed upon.

## Construction of Rules.

34.—In construing these rules, words importing the masculine gender shall be taken to apply to a female; words importing one person or thing shall be taken to apply to more than one person or thing; and words importing a class shall be taken to apply to the majority of that class, unless there is something in the context to prevent such a construction.

## Fines.

35.—That all fines inflicted under Rule 6 not paid before the end of the quarter shall be deducted from the member's share account.

## Seal of the Society.

36.—The society shall have its name engraven in legible characters on a seal, and shall have its name mentioned in legible characters in all notices, advertisements, and other official publications, and in bills of exchange, promissory notes, endorsements, cheques, and orders for money or goods purporting to be signed by or on behalf of such society, and in all bills of parcels, invoices, receipts, and letters of

credit of the society. The seal shall have for a device as follows—The Staffordshire Knot; it shall be in custody of the secretary, and it shall be used only when directed by the committee of management, a minute of which resolution shall be duly recorded by the secretary.

SIGNATURES :—

ISAIAH EVANS,	}	MEMBERS.
JABEZ ROUND,		
THOMAS SHARE,		
JOHN JEWKES,		
JAMES GRIFFITHS,		
A. W. COLE,		
EPHRAIM HADLEY,	}	

JAMES H. BALL, SECRETARY.

## REGISTRARS' CERTIFICATES.

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I hereby certify that the foregoing Rules of the "Dudley Co-operative Society Limited" are in conformity with Law, and that the said Society is duly established from the present date, and is subject to the Provisions and entitled to the Privileges of the Acts relating to Industrial and Provident Societies.

*21st day of August, 1872.*

A. K. STEPHENSON,

*Registrar of Friendly Societies.*

Copy kept.—A. K. S.

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I, Augustus Keppel Stephenson, Registrar of Friendly Societies in England, do hereby certify that the foregoing Alterations of Rules of the "Dudley Co-operative Society Limited," established at Dudley, in the County of Worcester, are in conformity with Law, and are Registered from the present date under the Industrial Societies Act.

*Given under my hand this 11th day of February, 1875.*

A. K. STEPHENSON,

*Registrar of Friendly Societies.*

Copy kept.—A. K. S.

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The foregoing Amendment of the Rules of the "Dudley Co-operative Society Limited" is registered under the Industrial and Provident Societies Act, 1876, this 15th day of May, 1880.—E. N. B.

Copy kept.—E. N. B.

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The foregoing Amendment of the Rules of the "Dudley Co-operative Society Limited" is registered under the Industrial and Provident Societies Act, 1876, this 2nd day of January, 1883.—J. M. L.

Copy kept.—J. M. L.

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The foregoing Amendment of the Rules of the "Dudley Co-operative Society Limited" is registered under the Industrial and Provident Societies Act, 1876, this 16th day of May, 1885.—J. M. L.

Copy kept.—J. M. L.



## NOTICE.

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“ If any Officer, Member, or any Person whatsoever, by false representation or imposition, shall obtain possession of any money, securities, books, papers, or other effects of this society, or having the same in his possession, shall withhold or misapply the same, or shall wilfully apply any part of the same to purposes other than those expressed or directed in the Rules, he may, upon complaint being made by any person on behalf of the society, be summoned before two Justices ; and if the Justices shall determine the complaint proved, they shall adjudge and order him to deliver up all such money, securities, books, papers, or other effects, or to repay the amount of money applied improperly, and to pay, if they think fit, a further sum of money not exceeding £20, together with the cost not exceeding 20s. ; and in default the said Justices may order the said person so convicted to be imprisoned in the Common Gaol or House of Correction, with or without hard labour, for any term not exceeding three months.”—S. 24.

“ Any Trustee or other Officer or Person aiding or abetting in the dissolution or determination of this society, or the division or appropriation of the funds thereof, except in the way directed by the 13th section of 18 and 19 Vic., c. 63, will, on conviction thereof by two Justices, be committed to the Common Gaol or House of Correction, kept to hard labour for any term not exceeding three months.”—S. 13.